

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

OVERWELL HARVEST LIMITED,
a British Virgin Islands company,
individually and derivatively on
on behalf of NEURENSIC, INC.,

Plaintiff,

v.

DAVID WIDERHORN,
PAUL GIEDRAITIS, and
TRADING TECHNOLOGIES
INTERNATIONAL, INC.,

Defendants.

Civil Action No. 1:17-cv-06086

Honorable Sara L. Ellis

**AGREED MOTION FOR APPROVAL OF
SETTLEMENT NOTICE AND ENTRY OF SCHEDULING ORDER**

Plaintiff Overwell Harvest Limited (“Overwell”) respectfully requests that this Court approve the attached notice of settlement to shareholders of Neurensic, Inc. (“Neurensic”) and enter the proposed scheduling order to set a date for the final approval hearing of the settlement between Overwell and Defendant Paul Giedraitis (“Giedraitis”), and states the following in support:

1. Since the Court granted preliminary approval to Overwell’s settlement with Giedraitis, Overwell and Giedraitis have exchanged and approved drafts of settlement documents, including a proposed notice, scheduling order, and draft judgment for the final approval hearing. The notice must be sent to all shareholders who have an interest in the proposed settlement.

2. Overwell has further worked to identify the current locations and addresses of each of the individual stockholders and registered agents (in the case of entities) for each stockholder listed on the relevant capitalization table of Neurensic, Inc.

3. Overwell has been able to identify all shareholders in Neurensic, although Neurensic has, to date, not provided the last contact information for all such shareholders. Rather than occasion

any further delay, Overwell has employed the services of a professional skip tracer and expects to have the necessary contact information in hand by the time this motion is presented.

4. Overwell now moves for the Court to approve its notice to Neurensic's shareholders and enter its proposed scheduling order, which materials are attached as an appendix to this motion.

5. The materials consist of (1) a proposed scheduling order for the Court to enter, (2) a proposed final judgment (attached as Exhibit A thereto), and (3) a proposed notice to stockholders (attached as Exhibit B thereto).

6. The scheduling order memorializes the settlement process to date, sets a date for the dismissal hearing at which stockholders may object, incorporates as exhibits the proposed final judgment and proposed notice to shareholders, approves the form and content of the notice, and provides instructions on appearing at the dismissal hearing and objecting thereto. Currently left blank are spaces to include the date the scheduling order is entered and the date of the dismissal hearing. Overwell proposes that the Court enter a date of its own choosing for the dismissal hearing, allowing for at least 30 days' time in between for reasonable notice.

7. The proposed final judgment memorializes the settlement with and dismissal of Giedraitis. Currently left blank are spaces to include the date the scheduling order is entered, the date on which the dismissal hearing will occur, and the date the final judgment is entered.

8. The notice to stockholders provides a description of the case, a history of its proceedings, a summary of the terms of the settlement, the parties' rationale for settling, and instructions on appearing at the dismissal hearing and objecting to the settlement. It also attaches the settlement agreement and the proposed final judgment. The notice provides the appropriate information necessary for any and all stockholders to understand the proposed settlement and, if desired, to object thereto.

9. This Motion is not being brought for purposes of delay or harassment but solely to ensure that all interested parties have the proper opportunity to participate in the final settlement approval hearing, as required under Federal Rule of Civil Procedure 23.1(c).

10. This motion is filed with the agreement of Paul Giedraitis.

WHEREFORE, for the foregoing reasons, Overwell respectfully requests that this Court continue the hearing on the final approval of the Giedraitis settlement and for any and all other relief this Court deems just and equitable under the circumstances.

Dated: November 14, 2022

Respectfully submitted,

/s/ William O'Hara

John J. Scharkey

Robert D. Sweeney

William C. O'Hara

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Counsel for Overwell Harvest Limited

CERTIFICATE OF SERVICE

I hereby certify that on November 14, 2022 I electronically filed the foregoing with the Clerk of Court for the United States District Court for the Northern District of Illinois by using the CM/ECF system which will automatically send all necessary notifications of this filing to all counsel of record.

Dated: November 14, 2022

Respectfully Submitted,

s/ William O'Hara